

09-25-2000



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Docket No.:

XMP-301A/302

101469722

Tab settings

To the Honorable Commissioner of P.

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Xtend Micro Products, Inc.

- Individual(s)
- General Partnership
- Corporation-State California
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 28, 2000

2. Name and address of receiving party(ies):

Name: XMP Acquisition Corporation

Internal Address:

Street Address: 9393 Gateway Drive

City: Reno State: NV ZIP: 89511

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/093,240

B. Trademark Registration No.(s)

2,310,497

Additional numbers

Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Morland C. Fischer

Internal Address:

Street Address: 2030 Main Street

Suite 1050

City: Irvine State: CA ZIP: 92614

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$ 65

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-1310

09/22/2000 MTHA11 00000471 76093240

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 25.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Morland C. Fischer

Name of Person Signing

Morland Fischer

Signature

September 8, 2000

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK ASSIGNMENT

Xtend Micro Products, Inc. a corporation existing under the laws of the State of California and having its principal office at 2435 East Coast Highway, #5, Corona del Mar, California 92625 (hereinafter "XTEND") has adopted, used, is using and is the owner of the following trademarks that are covered by the following U.S. registration and pending applications:

Registration No. 2,310,497 for the mark "POWERXTENDER"

registered January 25, 2000; and

Application No. 76/093,240 for the mark "XTEND"

filed July 21, 2000.

XTEND has adopted, used, is using and is the owner of the following trademarks that are covered by the following registration and pending applications:

Australian Registration No. 757,185 for the mark "POWERXTENDER";

Canadian Application No. 874,086 for the mark "XTEND";

European Union Application No. 778,894 for the mark "XTEND";

Mexican Registration No. 577,665 for the mark "XTEND"; and

Mexican Registration No. 619,850 for the mark "POWERXTENDER"

XMP Acquisition Corp., a corporation existing under the laws of the State of California and having a place of business at 9393 Gateway Drive, Reno, Nevada 89511 (hereinafter "XMP") wishes to use the above-identified trademarks and, therefore, is desirous of acquiring ownership of the above-identified registrations and pending applications.

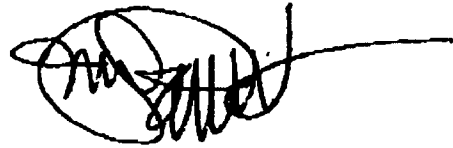
NOW, therefore, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, XTEND does hereby assign unto XMP and to its successors, legal representatives and assigns all of its right, title and interest in and to the above-identified trademarks together with the above-identified registrations and applications therefor as well as the goodwill of the business symbolized by said trademarks.

XTEND hereby represents and warrants that it has the full right to convey the entire interest as herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith.

XTEND further covenants and agrees that it will communicate to XMP and to its successors, legal representatives and assigns, any facts known to it respecting trademarks, and, at no expense to itself, do everything reasonable to aid XMP and its successors, legal representatives and assigns to enforce proper trademark protection therefor.

[Signature page continues.]

IN TESTIMONY WHEREOF, I affix my hand and seal to this Assignment on this _____ day of August, 2000.

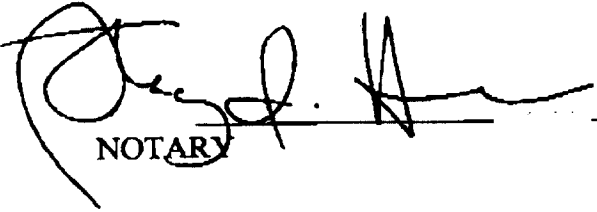
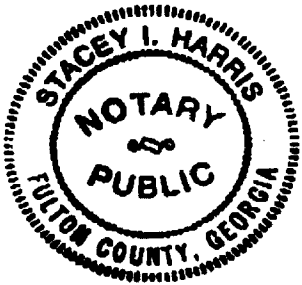


Mark Rappaport - President
Xtend Micro Products, Inc. (XTEND)

STATE OF GEORGIA)
)
COUNTY OF FULTON)

On August 28, 2000, before me, Stacey I. Harris, personally appeared Mark Rappaport, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is(are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.


NOTARY

MY COMMISSION EXPIRES JULY 24, 1998